

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: April 17, 2012
)	

**SUMMARY APPLICATION OF BAER HIGGINS FRUCHTMAN LLC FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS
BANKRUPTCY COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY
INTERIM PERIOD FROM FEBRUARY 1, 2012, THROUGH FEBRUARY 29, 2012**

Name of Applicant:	<u>Baer Higgins Fruchtmann LLC</u>
Authorized to Provide Professional Services to:	<u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>Retention Order entered February 4, 2011, effective as of February 1, 2011</u>
Period for which compensation and reimbursement is sought:	<u>February 1, 2012, to February 29, 2012</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$107,737.50</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$1,069.63</u>

This is a X monthly ___ interim ___ final application.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for the preparation of this application is approximately 9.0 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$4,000.00.

This is the monthly application of Baer Higgins Fruchtmann LLC (“BHF”) for interim compensation of services for the interim fee period February 1, 2012, through February 29, 2012.

The following applications have been filed previously in the Chapter 11 Cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
February 28, 2011	Jan.1-31, 2011	\$106,532.50	\$7,884.34	Interim approval	Interim approval
March 28, 2011	Feb. 1-28, 2011	\$141,095.00	\$6,912.07	Interim approval	Interim approval
April 29, 2011	March 1-31, 2011	\$94,245.00	\$5,623.31	Interim approval	Interim approval
May 31, 2011	Jan.- Mar., 2011	\$341,872.50	\$20,419.72	Interim approval	Interim approval
June 6, 2011	April 1-30, 2011	\$126,115.00	\$6,719.75	Interim approval	Interim approval
June 28, 2011	May 1-31, 2011	\$137,742.50	\$649.13	Interim approval	Interim approval
July 28, 2011	June 1-31, 2011	\$179,485.00	\$7,869.26	Interim approval	Interim approval
August 2, 2011	Apr. -June 2011	\$443,342.50	\$15,238.14	Interim approval	Interim approval
August 29, 2011	July 1-31, 2011	\$117,850.00	\$5,127.01	Interim approval	Interim approval
September 28, 2011	Aug. 1-31, 2011	\$95,347.50	\$812.62	Interim approval	Interim approval
October 28, 2011	Sept. 1-30, 2011	\$146,110.00	\$1,716.51	Interim approval	Interim approval
November 8, 2011	July – Sept. 2011	\$359,307.50	\$7,656.14	Interim approval	Interim approval
November 29, 2011	Oct. 1-31, 2011	\$127,765.00	\$2,158.14	Interim approval	Interim approval
December 28, 2011	Nov. 1-30, 2011	\$104,060.00	\$2,036.03	Interim approval	Interim approval
January 30, 2012	Dec. 1-31, 2011	\$75,292.50	\$1,761.64	Interim approval	Interim approval
February 1, 2012	Oct. – Dec. 2011	\$307,117.50	\$5,955.81	Pending	Pending
February 28, 2012	Jan. 1-31, 2012	\$106,890.00	\$3,990.82	Interim approval	Interim approval

The attorneys of BHF who rendered professional services in these cases during the Fee Period are as follows:

Name of Professional Person	Position with the Applicant and Year Admitted		Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Compensation
Janet S. Baer	Member	1982	Restructuring	\$625.00	42.80	\$26,750.00
Roger J. Higgins	Member	1999	Restructuring	\$475.00	170.50	\$80,987.50
Totals for Attorneys					213.30	\$107,737.50

There are no paraprofessionals of BHF who rendered professional services in these cases during the Fee Period that have charged fees to the Debtors.

Grand Total for Fees: \$107,737.50

Grand Total for Expenses: \$1,069.63

COMPENSATION BY MATTER SUMMARY

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
3	Business Operations	0.50	\$237.50
4	Case Administration	24.40	\$13,000.00
6	Claim Analysis Objection & Resolution (Non-asbestos)	117.50	\$56,487.50
8	Employee Benefits/Pension	1.10	\$522.50
10	Employment Applications, Others	3.60	\$1,755.00
11	Fee Applications, Applicant	6.80	\$3,530.00
12	Fee Applications, Others	1.00	\$475.00
14	Hearings	10.80	\$5,415.00
15	Litigation and Litigation Consulting	14.30	\$8,442.50
16	Plan and Disclosure Statement	33.30	\$17,872.50
Totals for Matters:		213.30	\$107,737.50

EXPENSE SUMMARY

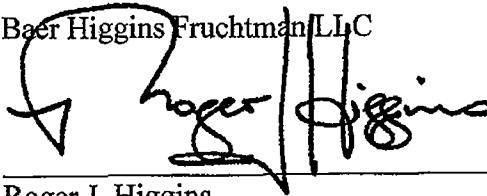
Service Description	Amount
Long Distance/Conference Telephone Charges/Internet	\$566.35
Online research	\$503.28
Total:	\$1,069.63

WHEREFORE, BHF respectfully requests (a) that an allowance be made to it, as fully described above for: (i) 80% of the amount of \$107,737.50 for reasonable and necessary professional services BHF has rendered to the Debtors during the Fee Period (\$86,190.00); and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by BHF during the Fee Period (\$1,069.63); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Dated: March 28, 2012

Respectfully submitted,

Baer Higgins Fruchtmann LLC

A handwritten signature in black ink, appearing to read "Roger Higgins", is written over a horizontal line. The signature is stylized with a large initial 'R' and a vertical line through the middle.

Roger J. Higgins

Baer Higgins Fruchtmann LLC
111 East Wacker Drive
Suite 2800
Chicago, IL 60601
(312) 836-4022

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ²)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: April 17, 2012
)	

**FEE AND EXPENSE DETAIL FOR BAER HIGGINS FRUCHTMAN LLC FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS
BANKRUPTCY COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY
INTERIM PERIOD FROM FEBRUARY 1, 2012, THROUGH FEBRUARY 29, 2012**

COMPENSATION BY MATTER SUMMARY

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
3	Business Operations	0.50	\$237.50
4	Case Administration	24.40	\$13,000.00
6	Claim Analysis Objection & Resolution (Non-asbestos)	117.50	\$56,487.50
8	Employee Benefits/Pension	1.10	\$522.50
10	Employment Applications, Others	3.60	\$1,755.00
11	Fee Applications, Applicant	6.80	\$3,530.00
12	Fee Applications, Others	1.00	\$475.00

² The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
14	Hearings	10.80	\$5,415.00
15	Litigation and Litigation Consulting	14.30	\$8,442.50
16	Plan and Disclosure Statement	33.30	\$17,872.50
Totals for Matters:		213.30	\$107,737.50

EXPENSE SUMMARY

Service Description	Amount
Long Distance/Conference Telephone Charges/Internet	\$566.35
Online research	\$503.28
Total:	\$1,069.63